

Exhibit D

Budget and Staffing Plan

Exhibit D-1

Budget Plan for the Compensation Period

Matter No.	Matter	June 2021		July 2021		August 2021		September 2021	
		Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees
33260.0002	PROMESA TITLE III: COMMONWEALTH	\$ 3,228,253.30	\$ 3,500,000.00	\$ 3,384,667.40	\$ 3,500,000.00	\$ 3,243,340.30	\$ 3,500,000.00	\$ 4,857,604.00	\$ 5,000,000.00
33260.0024	COMMONWEALTH - PR TIME (on-island fees)	\$ 37,617.30	\$ 45,000.00	\$ 1,876.60	\$ -	\$ -	\$ -	\$ 69,775.40	\$ 80,000.00
33260.0034	COMMONWEALTH TITLE III - HEALTHCARE	\$ 3,241.40	\$ 5,000.00	\$ 10,662.50	\$ 10,000.00	\$ 6,738.70	\$ 10,000.00	\$ 7,762.30	\$ 10,000.00
33260.0036	COMMONWEALTH TITLE III - UPR	\$ 6,568.10	\$ 10,000.00	\$ -	\$ 10,000.00	\$ 1,535.40	\$ 5,000.00	\$ 767.70	\$ 5,000.00
33260.0039	COMMONWEALTH TITLE III - RULE 2004	\$ 46,829.70	\$ 50,000.00	\$ 16,804.10	\$ 25,000.00	\$ -	\$ -	\$ -	\$ -
33260.0040	COMMONWEALTH TITLE III - COOPERATIVAS	\$ -	\$ -	\$ -	\$ -	\$ 170.60	\$ -	\$ -	\$ -
33260.0041	COMMONWEALTH TITLE III - MISCELLANEOUS	\$ 74,849.20	\$ 85,000.00	\$ 152,667.90	\$ 175,000.00	\$ 71,572.50	\$ 100,000.00	\$ 86,031.50	\$ 100,000.00
33260.0061	COMMONWEALTH TITLE III - FISCAL PLAN/BUDGET LITIGATION	\$ -	\$ -	\$ -	\$ -	\$ 13,733.30	\$ 20,000.00	\$ -	\$ -
33260.0069	CW - APPU v. UNIVERSITY OF PUERTO RICO	\$ -	\$ -	\$ 1,023.60	\$ 5,000.00	\$ 7,591.70	\$ 10,000.00	\$ 1,148.00	\$ 10,000.00
33260.0077	COMMONWEALTH TITLE III - COOPERATIVAS V. COSSEC	\$ 56,740.30	\$ 70,000.00	\$ 41,056.20	\$ 50,000.00	\$ 11,003.70	\$ 15,000.00	\$ 1,194.20	\$ 10,000.00
33260.0081	COMMONWEALTH TITLE III - LAW 29 ACTION	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 13,656.00	\$ 15,000.00
33260.0089	ACTION OBJECTING TO PROOFS OF CLAIM FILED BY PRIFA BONDHOLDERS	\$ 115,060.60	\$ 125,000.00	\$ 104,407.20	\$ 125,000.00	\$ -	\$ -	\$ -	\$ -
33260.0090	ACTION OBJECTING TO PROOFS OF CLAIM FILED BY CCDA BONDHOLDERS	\$ 50,376.10	\$ 50,000.00	\$ 2,303.10	\$ 10,000.00	\$ -	\$ -	\$ -	\$ -
33260.0093	CW- HTA REVENUE BOND COMPLAINT	\$ 309,065.50	\$ 350,000.00	\$ 245,201.30	\$ 300,000.00	\$ 87.30	\$ -	\$ -	\$ -
33260.0094	CHALLENGES RE: CERTAIN LAWS AND ORDERS	\$ 289,489.10	\$ 325,000.00	\$ 218,487.30	\$ 275,000.00	\$ 178,901.90	\$ 200,000.00	\$ 86,410.90	\$ 100,000.00
33260.0097	AMBAC BANKRUPTCY LAW CHALLENGE	\$ -	\$ -	\$ -	\$ -	\$ 170.60	\$ -	\$ 314.10	\$ -
33260.0100	COMMONWEALTH TITLE III - CHALLENGE TO PENSION LAWS	\$ 179,614.70	\$ 200,000.00	\$ 242,982.40	\$ 250,000.00	\$ 621,562.20	\$ 650,000.00	\$ 156,915.20	\$ 175,000.00
33260.0104	SECTION 204 CORRESPONDENCE	\$ 354,759.20	\$ 400,000.00	\$ 182,333.20	\$ 225,000.00	\$ 212,574.50	\$ 225,000.00	\$ 303,619.60	\$ 325,000.00
33260.0107	LA LIGA DE CIUDADES	\$ 68,587.20	\$ 75,000.00	\$ 42,647.80	\$ 50,000.00	\$ -	\$ -	\$ -	\$ -
33260.0108	COMMONWEALTH TITLE III - ACT 167	\$ 19,213.40	\$ 25,000.00	\$ 1,450.10	\$ 10,000.00	\$ 4,862.10	\$ 10,000.00	\$ -	\$ -
33260.0114	R&D MASTER ENTERPRISES	\$ -	\$ -	\$ 86,302.50	\$ 100,000.00	\$ 117,830.40	\$ 125,000.00	\$ 53,944.30	\$ 65,000.00
33260.0115	DRA AMBAC ADVERSARY PROCEEDING	\$ -	\$ -	\$ 264,434.00	\$ 300,000.00	\$ 734,414.00	\$ 775,000.00	\$ 184,526.60	\$ 200,000.00
Commonwealth TOTAL		\$ 4,840,265.10	\$ 5,315,000.00	\$ 4,999,307.20	\$ 5,420,000.00	\$ 5,226,089.20	\$ 5,645,000.00	\$ 5,823,669.80	\$ 6,095,000.00
ESTIMATED FEES Compensation Period (June 2021 - September 2021) TOTAL:									\$22,475,000.00
ACTUAL FEES Compensation Period (June 2021 - September 2021) TOTAL:									\$20,889,331.30
Percent Variance (Actual vs. Budgeted Fees)									7.1% below budget

Exhibit D-2

Staffing Plan for the Compensation Period

Staffing Plan for the Compensation Period¹

Category of Timekeeper²	Number of Timekeepers Expected to Work on The Matter During the Budget Period³	Average Hourly Rate⁴
Partners	38	\$853
Senior Counsel	7	\$853
Associates	56	\$853
e-Discovery Attorneys	10	\$421
Paraprofessionals	24	\$291
Total:	135	

¹ The actual number of timekeepers who worked on this matter during the Compensation Period was 126, and thus 9 fewer than anticipated.

² Attorney Practice Groups: BSGR&B, Tax, Health Care, Labor & Employment, Litigation, and Corporate.

³ The chart reflects Proskauer's staffing plan for the designated period based on currently foreseeable activities. Actual staffing needs, including additional attorneys, may vary materially based on actual facts and circumstances arising in the designated period, including as a result of currently unanticipated disputes. The staffing plan currently includes attorneys from the BSGR&B, Tax, Health Care, Labor & Employment, Litigation, and Corporate practice groups. The expertise of attorneys from other specialized areas is likely to be required during the course of these PROMESA Title III cases.

⁴ Pursuant to the Engagement Letter, Proskauer's rates increased 4% effective January 1, 2021, yielding a new flat rate for attorneys (partners, senior counsel, and associates) of \$853 per hour, for e-discovery attorneys of \$421 per hour, and for paraprofessionals of \$291 per hour. Rates have not increased during this Compensation Period.